

EXHIBIT D

Robins Declaration

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

BIG LOTS, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 24-11967 (JKS)

(Jointly Administered)

**DECLARATION OF RONALD A. ROBINS, JR., IN SUPPORT OF THE DEBTORS’
APPLICATION FOR ENTRY OF AN ORDER AUTHORIZING RETENTION AND
EMPLOYMENT OF PORTER, WRIGHT, MORRIS & ARTHUR LLP AS SPECIAL
COUNSEL FOR THE DEBTORS *NUNC PRO TUNC* TO OCTOBER 31, 2024**

I, Ronald A. Robins, Jr., Executive Vice President, Chief Legal & Governance Officer, and General Counsel & Corporate Secretary of Big Lots, Inc., being duly sworn, state the following under penalty of perjury:

1. I submit this declaration (the “**Declaration**”) in support of the *Debtors’ Application for Entry of an Order Authorizing Retention and Employment of Porter, Wright, Morris & Arthur LLP as Special Counsel for the Debtors Nunc Pro Tunc to October 31, 2024* (the “**Application**”).² Except as otherwise noted, all facts in this Declaration are based on my personal knowledge of the matters set forth herein, information gathered from my review of relevant documents, and information supplied to me by other members of the Debtors’ management and the Debtors’ advisors.

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

² Capitalized terms not defined in this declaration are defined in the Application.

THE DEBTORS' SELECTION OF COUNSEL

2. The Debtors recognize that a comprehensive review process is necessary when selecting and managing chapter 11 counsel to ensure that bankruptcy professionals are subject to the same client-driven market forces, scrutiny, and accountability as professionals in non-bankruptcy engagements.

3. To that end, the review process utilized by the Debtors here assessed potential counsel based on their expertise in the relevant legal issues and in similar proceedings. Porter Wright has extensive experience representing debtors in chapter 11 cases before this Court.

4. In addition, Porter Wright has become familiar with the Debtors' business and many of the legal issues that may arise in the context of these chapter 11 cases through preparing these chapter 11 cases for filing. I believe that for those reasons, Porter Wright is both well qualified and uniquely able to represent the Debtors in these chapter 11 cases in an efficient and timely manner. Thus, the Debtors decided to continue to retain Porter Wright as the Debtors' bankruptcy co-counsel during these chapter 11 cases.

RATE STRUCTURE

5. In my capacity as General Counsel & Corporate Secretary, I am responsible for supervising outside counsel retained by the Debtors in the ordinary course of business. Porter Wright has informed the Debtors that its rates for bankruptcy representations are comparable to the rates it charges for non-bankruptcy representations. As discussed below, I, along with my team, am also responsible for reviewing the invoices regularly submitted by Porter Wright.

COST SUPERVISION

6. The Debtors recognize that they have the responsibility to closely monitor the billing practices of their counsel to ensure the fees and expenses paid by the estates remain

consistent with the Debtors' expectations and the exigencies of these chapter 11 cases. As they did prepetition, the Debtors will continue to bring discipline, predictability, client involvement, and accountability to the counsel fees and expenses reimbursement process. To that end, the Debtors will review and monitor the invoices that Porter Wright submits.

Dated: January 8, 2025

/s/ Ronald A. Robins, Jr.
Ronald A. Robins, Jr.
Executive Vice President,
Chief Legal and Governance Officer
Big Lots, Inc.